

**489.909 Withdrawal upon dissolution or conversion to certain nonfiling entities.**

1. A registered foreign limited liability company that has dissolved and completed winding up or has converted to a domestic or foreign nonfiling entity other than a limited liability partnership shall deliver to the secretary of state for filing a statement of withdrawal. The statement must be signed by the dissolved foreign limited liability company or the converted domestic or foreign nonfiling entity and state:

a. In the case of a foreign limited liability company that has completed winding up all of the following:

(1) Its name and jurisdiction of formation.

(2) That the foreign limited liability company withdraws its registration to do business in this state and revokes the authority of its registered agent to accept service on its behalf.

(3) An address to which process on the foreign limited liability company may be sent by the secretary of state under [section 489.119, subsection 3](#).

b. In the case of a foreign limited liability company that has converted to a domestic or foreign nonfiling entity other than a limited liability partnership, all of the following:

(1) The name of the converting foreign limited liability company and its jurisdiction of formation.

(2) The type of the nonfiling entity to which it has converted and its name and jurisdiction of formation.

(3) That it withdraws its registration to do business in this state and revokes the authority of its registered agent to accept service on its behalf.

(4) An address to which process on the foreign limited liability company may be sent by the secretary of state under [section 489.119, subsection 3](#).

2. After the withdrawal of the registration of a foreign limited liability company, service of process in any proceeding based on a cause of action arising during the time the entity was registered to do business in this state may be made as provided in [section 489.119](#).

[2023 Acts, ch 152, §74, 161](#)

Section effective January 1, 2024; 2023 Acts, ch 152, §161  
NEW section